

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT NEW YORK

THE BANK OF NEW YORK TRUST
COMPANY, N.A., as Trustee,

Plaintiff,

- against -

FIRST MAGNUS CAPITAL, INC. and THOMAS
W. SULLIVAN, SR. as Trustee of the THOMAS
W. SULLIVAN SR. REVOCABLE TRUST,

Defendants.

07 Civ. 8255 (PKC)

STIPULATION AND ORDER

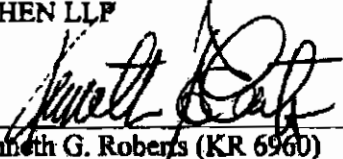
Plaintiff The Bank of New York Trust Company, N.A., as Trustee, and defendant Thomas W. Sullivan, Sr., by their undersigned counsel, hereby stipulate and agree to the following:

1. Sullivan agrees to produce the non-privileged documents responsive to Plaintiff's First Request for Production of Documents by delivery to the offices of plaintiff's counsel on or before November 5, 2007 in paper or electronic form.
2. Sullivan agrees to sit for a deposition at FMC's offices in Tucson, Arizona on or before November 7, 2007.
3. Sullivan acknowledges service of the summons and complaint, and the Order to Show Cause dated October 2, 2007 together with the papers on which it was based, but reserves the right to object to the jurisdiction of this Court.
4. Pending further order of the Court, without the prior written consent of plaintiff, Sullivan is hereby restrained and enjoined from accepting, or from allowing any of his affiliates,

or any person acting for or on his behalf to accept, any payment, transfer, or assignment of anything of value of any kind from FMC.

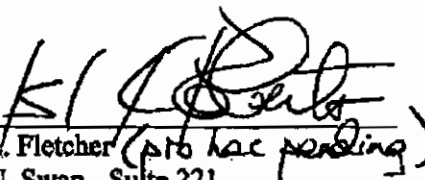
5. The parties acknowledge and agree that this Stipulation is intended to facilitate plaintiff's request for accelerated discovery and in the attempt to negotiate a resolution of this dispute, and shall in no manner be deemed an appearance by Sullivan or otherwise a waiver of jurisdictional arguments.

WOLF, BLOCK, SCHORR and SOLIS-
COHEN LLP

By: 
Kenneth G. Roberts (KR 6960)
250 Park Avenue
New York, NY 10177
Attorneys for Plaintiff

October 20, 2007

NYSTEDT & FLETCHER PLLC

By: 
Gary L. Fletcher (pro hac pending)
2970 N. Swan - Suite 221
Tucson, Arizona 85712
Attorneys for Thomas W. Sullivan, Sr.

October 20, 2007

SO ORDERED:



P. KEVIN CASTEL
United States District Judge

Date:

NY NY
10-31-07